

COMBINED DECLARATION AND POWER OF ATTORNEY
FOR UTILITY PATENT APPLICATION

Attorney's Docket No.

032001-011

MAY 07 2001
As per C.F.R. § 1.47(b) Applicant, I hereby declare that:

As President and Chief Executive Officer of Chameleon Systems, Inc., which employed Christopher E. Phillips and Dale Wong when they invented the subject matter of the present invention.

I BELIEVE CHRISTOPHER E. PHILLIPS AND DALE WONG TO BE JOINT INVENTORS OF THE SUBJECT MATTER WHICH IS CLAIMED AND FOR WHICH A PATENT IS SOUGHT ON THE INVENTION ENTITLED:

Hierarchical Storage Architecture for Reconfigurable Logic Configurations

the specification of which

(check one) is attached hereto;
 was filed on October 3, 2000 as
Application No. 09/679,398
and was amended on _____
(if applicable)

I HAVE REVIEWED AND UNDERSTAND THE CONTENTS OF THE ABOVE-IDENTIFIED SPECIFICATION, INCLUDING THE CLAIMS, AS AMENDED BY ANY AMENDMENT REFERRED TO ABOVE;

I ACKNOWLEDGE THE DUTY TO DISCLOSE TO THE OFFICE ALL INFORMATION KNOWN TO ME TO BE MATERIAL TO PATENTABILITY AS DEFINED IN TITLE 37, CODE OF FEDERAL REGULATIONS, Sec. 1.56 (as amended effective March 16, 1992);

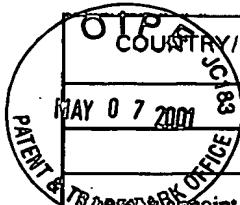
I do not know and do not believe the said invention was ever known or used in the United States of America before my or our invention thereof, or patented or described in any printed publication in any country before my or our invention thereof or more than one year prior to said application; that said invention was not in public use or on sale in the United States of America more than one year prior to said application; that said invention has not been patented or made the subject of an inventor's certificate issued before the date of said application in any country foreign to the United States of America on any application filed by me or my legal representatives or assigns more than twelve months prior to said application;

I hereby claim foreign priority benefits under Title 35, United States Code Sec. 119 and/or Sec. 365 of any foreign application(s) for patent or inventor's certificate as indicated below and have also identified below any foreign application for patent or inventor's certificate on this invention having a filing date before that of the application(s) on which priority is claimed:

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COUNTRY/INTERNATIONAL	APPLICATION NUMBER	DATE OF FILING (day, month, year)	PRIORITY CLAIMED
			YES <u> </u> NO <u> </u>
			YES <u> </u> NO <u> </u>

I, Charles Fox, do hereby appoint the following attorneys and agent(s) to prosecute said application and to transact all business in the Patent and Trademark Office connected therewith and to file, prosecute and to transact all business in connection with international applications directed to said invention:

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I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

37 C.F.R. § 1.47(b) Applicant CHARLES FOX, President and CEO, Chameleon Systems, Inc.	SIGNATURE 	DATE 9/30/01
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FULL NAME OF SECOND JOINT INVENTOR, IF ANY	SIGNATURE	DATE
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